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Inc., Eric D. Hobbs, Shaun M. Holt, Kurt
8 Wood, Igor Khandros, Michael Marks,
Sarah Boyce, Gregory Lucier, Michael
9 Moritz, Elizabeth Nelson, James Rothman,
Ming Wu, and Makoto Shintani

10 Additional Counsel on Signature Page

11 **UNITED STATES DISTRICT COURT**
12 **NORTHERN DISTRICT OF CALIFORNIA**
13 **OAKLAND DIVISION**
14

15 VICTOR J. NG, Individually and on Behalf
of All Others Similarly Situated,

16 Plaintiff,

17 v.

18 BERKELEY LIGHTS, INC., et al.,

19 Defendants.
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Case No. 4:21-cv-09497-HSG

**STIPULATION AND ORDER
REGARDING JOINT PROPOSED
BRIEFING SCHEDULE**

1 WHEREAS, on May 27, 2022, this Court entered a Scheduling Order (Dkt. No. 85)
 2 setting dates for Lead Plaintiff Michael Damelio to file an Amended Complaint and for Berkeley
 3 Lights, Inc. (“BLI”), Eric D. Hobbs, Shaun M. Holt, and Kurt Wood, the four defendants named
 4 in the initial complaint (Dkt. No. 1) (“Original Defendants”) to respond to the Amended
 5 Complaint;

6 WHEREAS, on July 25, 2022, Lead Plaintiff and Plaintiff Pompano Beach Police and
 7 Firefighters’ Retirement System (collectively, “Plaintiffs”) filed an Amended Complaint (Dkt.
 8 No. 89) that adds the following defendants to this action: nine current and former members of
 9 BLI’s board (Igor Khandros, Michael Marks, Sarah Boyce, Gregory Lucier, Michael Moritz,
 10 Elizabeth Nelson, James Rothman, Ming Wu, and Makoto Shintani), three firms that are alleged
 11 to have invested in BLI (entities associated with Celesta Capital f/k/a WRVI Capital (“Celesta
 12 Capital”),¹ Sequoia Capital, and Nikon Corporation), and the underwriters for BLI’s Initial
 13 Public Offering (J.P. Morgan Securities LLC, Morgan Stanley & Co. LLC, Cowen and
 14 Company, LLC, and William Blair and Company L.L.C.) (collectively, “New Defendants” and
 15 with Original Defendants, “Defendants”);

16 WHEREAS, the Amended Complaint adds causes of action under sections 11, 12(a)(2),
 17 and 15 of the Securities Act and adds a cause of action under section 20(a) of the Securities
 18 Exchange Act against Celesta Capital, Sequoia Capital, Nikon Corporation, and Khandros;

19 WHEREAS, service of the Amended Complaint began on or about August 8, 2022 for
 20 certain New Defendants and has continued on various dates for others;

21 WHEREAS, all New Defendants who have been served but have not appeared in this
 22 action intend to do so shortly;

23 WHEREAS, under the Scheduling Order (Dkt. No. 85), the Original Defendants have
 24 until September 23, 2022 to respond to the Amended Complaint, while the New Defendants’
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 27 ¹ The Celesta Capital entities named in the Amended Complaint are Walden Riverwood
 28 GP, LLC, Walden Riverwood Ventures, L.P., WIIG Communications Management LLC, WRV-
 BLI LLC, WRV-BLI II, LLC, WRV-BLI III LLC, WRV-BLI IV, LLC, WRV GP II, LLC, and
 WRV II, L.P.

1 respective deadlines for responding to the Amended Complaint vary, depending on the date of
2 effective service or waiver of service; and

3 WHEREAS, in the interest of efficiency and judicial economy, and to ensure that the
4 Defendants' respective motions to dismiss are briefed and heard on the same schedule and that
5 Defendants have sufficient time to coordinate, Plaintiffs and Defendants agree and respectfully
6 request that the date for all Defendants to answer or move to dismiss the Amended Complaint
7 should be November 11, 2022.

8 IT IS ACCORDINGLY STIPULATED, pursuant to Civil L.R. 7-12, by and between the
9 undersigned counsel for the Parties, subject to Court approval in part, that:

10 1. Defendants' motions to dismiss the Amended Complaint shall be filed on or
11 before November 11, 2022.

12 2. Plaintiffs' opposition to Defendants' motions to dismiss the Amended Complaint
13 shall be filed on or before January 18, 2023.

14 3. Defendants' replies in support of their motions to dismiss the Amended
15 Complaint shall be filed on or before February 17, 2023.

16 IT IS SO STIPULATED.

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18 Dated: August 31, 2022

Respectfully submitted,

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20 MUNGER, TOLLES & OLSON LLP

21 By /s/ Lauren C. Barnett

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WRV-BLI IV, LLC, WRV GP II, LLC, and
WRV II, L.P.

ORDER

PURSUANT TO STIPULATION, IT IS SO ORDERED.

Dated: 9/1/2022


Hon. Haywood S. Gilliam, Jr.